

Senate File 544

S-3195

1 Amend Senate File 544 as follows:

2 1. Page 3, by striking lines 13 and 14 and inserting
3 <automated process used in conventional commercial practice.>

4 2. Page 3, line 25, by striking <county> and inserting
5 <country>

6 3. Page 21, line 12, after <state> by inserting <for>

7 4. Page 27, line 32, by striking <or authorization> and
8 inserting <or authorization registration>

9 5. Page 45, line 13, by striking <property> and inserting
10 <property,>

11 6. Page 77, by striking lines 27 through 30 and inserting:

12 <c. Once After the limited liability company has at least
13 one member, the passage of that member and any other member
14 dissociate, and ninety consecutive days pass during which the
15 company has no members., unless before the end of the period
16 all of the following apply:>

17 7. Page 79, line 20, by striking <may resume> and inserting
18 <resume resumes>

19 8. Page 94, by striking lines 8 through 21 and inserting:

20 <A member may maintain a derivative action to enforce a right
21 of a limited liability company as follows:

22 1. The A member may maintain a derivative action to enforce
23 a right of a limited liability company, if the member first
24 makes a demand on the other members in a member-managed limited
25 liability company, or the managers of a manager-managed limited
26 liability company, requesting that they cause the company to
27 bring an action to enforce the right, and the managers or other
28 members do not bring the action within ninety days from the
29 date the demand was made unless the member has earlier been
30 notified that the demand has been rejected by the company
31 or unless irreparable injury to the company would result by
32 waiting for the expiration of the ninety-day period.

33 2. A demand under subsection 1 would be futile.>

34 9. Page 142, line 4, by striking <shareholder> and inserting
35 <member>

- 1 10. Page 158, by striking lines 16 through 20.
- 2 11. Page 158, after line 26 by inserting:
- 3 <Sec. _____. Section 524.310, subsection 5, paragraph b, Code
- 4 2023, is amended to read as follows:
- 5 *b.* A corporate or company name reserved, registered, or
- 6 protected as provided in [section 489.109](#), [489.114A](#), [489.706](#),
- 7 [490.402](#), [490.403](#), [504.402](#), or [504.403](#).>
- 8 12. By renumbering as necessary.

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